

**BEFORE  
THE PUBLIC SERVICE COMMISSION  
OF SOUTH CAROLINA**

**DOCKET NO. 2020 - \_\_\_\_\_**

IN RE:	)	
	)	
Petition of MCI Communication Services, Inc.	)	<b>PETITION</b>
for Approval of Name Change and Corporate	)	
Restructuring	)	
_____	)	

MCI Communications Services, Inc. d/b/a Verizon Business Services (“MCICS, Inc.”) respectfully petitions the Public Service Commission of South Carolina (“Commission”) for approval of (1) a change of its name to MCI Communications Services LLC (“MCICS LLC”) as the result of its planned conversion from a corporation to a limited liability company; and (2) an internal restructuring in which MCICS LLC will become a subsidiary of its affiliate, MCI International LLC (“MCI International”). This Petition is filed pursuant to S.C. Code Ann. § 58-9-310 (2017) and in accordance with 10 S.C. Code Regs. 103-825 (2012).

**I. DESCRIPTION OF THE COMPANIES**

1. MCICS, Inc. is a Delaware corporation that operates in 49 states, including South Carolina. The Commission granted the predecessor of MCICS, Inc. a certificate of public convenience and necessity to operate as a provider of intrastate interexchange telecommunications services in the State in Docket No. 84-181-C, Order No. 84-732.

2. MCI International, Inc. is a Delaware corporation that is not certificated by this Commission and does not offer telecommunications services in South Carolina. It is a holding company in the Verizon family of companies. MCI International, Inc. will be converted to a Delaware limited liability company named MCI International LLC prior to the transfer of MCICS LLC to MCI International.

3. MCICS, Inc. and MCI International are indirect wholly owned subsidiaries of Verizon Communications Inc., a publicly traded Delaware corporation with its principal executive offices located at 1095 Avenue of the Americas, New York, New York. Verizon Communications Inc. does not offer telecommunications services in South Carolina and is not certificated by this Commission, but is the ultimate parent of MCISC, Inc. and other subsidiaries that operate in South Carolina.

## **II. MCI COMMUNICATIONS SERVICES, INC.'S REPRESENTATIVES**

4. MCI Communications Services, Inc.'s representatives in this proceeding are its undersigned counsel.

## **III. DESCRIPTION OF THE RESTRUCTURING**

5. The proposed restructuring involves a series of steps involving MCICS, Inc. and several affiliates that are not certificated by the Commission. All of the steps will occur in immediate succession prior to midnight on June 30, 2020. As shown in Exhibit A, several affiliates – MCI Broadband Solutions, Inc., Terremark Worldwide, Inc., MCI International Telecommunications Corporation, MCI International Services, Inc., and MCI Communications Corporation – will be merged into their parent companies and eliminated. In addition, MCICS, Inc., MCI International, Inc., and Verizon Business Network Services, Inc. will be converted into limited liability companies.

6. The restructuring will not result in a change to MCICS, Inc.'s service rates, terms and conditions offered to customers. After the restructuring, the Commission will continue to have the same authority over those services as it has today. The restructuring will be seamless and transparent to customers, who will continue to be served in the same manner that they are served today. All of the current managerial, technical and financial resources

available to MCICS, Inc. will remain available to the surviving entity, MCI LLC, which will continue to be an indirect, wholly owned Verizon subsidiary.

7. MCICS LLC will continue to conduct business in accordance with all applicable laws, rules and Commission orders. Accordingly, the proposed transaction will not affect in any manner the operations of MCICS LLC and will be transparent to customers. Corporate organization charts showing the ownership of the participating entities before and after the transaction are provided as Exhibit A to this Petition. As shown in Exhibit A, all surviving entities in the proposed restructuring will continue to be ultimately wholly owned and controlled by Verizon Communications Inc.

8. MCICS, Inc. customers will be sent notice of the restructuring on or about April 30, 2020. The notices will inform customers of the name change and streamlined corporate structure of MCICS LLC.

9. MCICS, Inc. intends to close the transaction on June 30, 2020 and respectfully requests that the Commission enter an order waiving review or complete its review and approval process by then to permit timely closure.

#### **IV. RELIEF REQUESTED**

10. MCICS, Inc. respectfully requests that the Commission grant its approval so that: (1) MCICS, Inc. may change its name to MCI Communications Services LLC; and (2) MCI International LLC may become the parent of MCICS LLC. MCI Communications Services, Inc. also requests approval to change the name of its certificate of public convenience and necessity to MCI Communications Services LLC d/b/a Verizon Business Services, effective as of June 30, 2020 or as soon thereafter as the transaction is consummated.

11. MCI Communications Services further requests that the requirements for public notice and a hearing be waived in the event that there is no intervention in this proceeding or opposition by the Office of Regulatory Staff.

12. Alternatively, should the Commission not be disposed to grant such a waiver, and because the transaction is scheduled to be closed on June 30, 2020, MCICS, Inc. respectfully requests that the Commission grant expedited review and approval of this Petition so that an order of approval may be issued no later than May 31, 2020. If notice and hearing are required notwithstanding a lack of intervention and opposition, MCICS, Inc. requests that any notice period be abbreviated, the matter considered on the basis of written submissions alone, and that any hearing take place at a regularly scheduled Commission meeting. *See* Order No. 2014-244, Docket No. 2014-32-C, *IN RE: Petition of Qwest Communications Company*, March 27, 2014.

WHEREFORE, having fully set forth its Petition, MCICS, Inc. respectfully requests that the Petition, and such other and further relief as the Commission may find just and proper, be granted.

Respectfully Submitted,

**WILLOUGHBY & HOEFER, P.A.**

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Columbia, South Carolina  
 This 16<sup>th</sup> day of March, 2020